

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
TOUCH AMERICA HOLDINGS, INC.,) Bk. No. 03-11915 (KJC)
et al.,)
Debtors.) Jointly Administered
)
ENTECH LLC,) Adv. No. 04-52935 (KJC)
)
Plaintiff,)
)
OFFICIAL COMMITTEE OF UNSECURED)
CREDITORS,)
)
Plaintiff-Intervenor, ¹)
)
v.) C.A. 04-1336-SLR
)
WESTMORELAND COAL COMPANY,)
a Delaware Corporation, and)
WESTMORELAND MINING LLC,)
a Delaware Limited Liability Company,)
)
Defendants.)

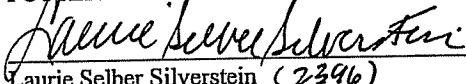
STIPULATION OF DISMISSAL

The plaintiff and defendants, through their undersigned counsel, hereby stipulate and agree, subject to approval by the Court, that this adversary proceeding is dismissed with prejudice.

¹ As of the Effective Date of the Plan, the Plaintiff-Intervenor was dissolved. All references herein to the Debtors and the Plan Trust shall include the Plaintiff-Intervenor because the Plan Trust is the successor in interest and has authority to take all acts on behalf of the Plaintiff-Intervenor.

Dated: 6/7/06

POTTER ANDERSON & CORROON


Laurie Selber Silverstein (2396)

Hercules Plaza
1313 N. Market Street
Wilmington, DE 19899
Telephone: (302) 984-6000

-and-


SIDLEY AUSTIN BROWN & WOOD LLP

John G. Hutchinson
Lee Attanasio
787 Seventh Avenue
York, New York 10019
Telephone: (212) 839 -5300

Attorneys for Westmoreland Coal Company and
Westmoreland Mining LLC

Dated: 6/8/06

YOUNG CONAWAY STARGATT &
TAYLOR, LLP



Robert S. Brady (No. 2847)
Edmon L. Morton (No. 3856)
Erin Edwards (No. 4392)
The Brandywine Building
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, Delaware 19899-0391
Telephone: (302) 571-6600
Facsimile: (302) 571-1253

-and-

WINSTON & STRAWN LLP

Eric E. Sagerman
Rolf S. Woolner
Justin E. Rawlins
333 South Grand Avenue, 38th Floor
Los Angeles, California 90071
Telephone: (213) 615-1700
Facsimile: (213) 615-1750

Attorneys for the Plan Trust

SO ORDERED this _____ day of _____, 2006

United States District Judge